

Exhibit E1



Dion W. Hayes
804.775.1144

One James Center
901 East Cary Street
Richmond, VA 23219-4030

March 16, 2009

REMITTANCE COPY
PLEASE RETURN WITH PAYMENT
DIRECT ACCOUNTING INQUIRIES TO (804) 775-1601 or (800) 775-2202

INVOICE NO. 91120771

Circuit City Stores, Inc.
9950 Mayland Drive
Richmond, VA 23233

TAX ID NO. 54-0505857

JOINT GROUP #2055557

Balance Forward from Prior Invoices: \$135,928.99
(IF BALANCE FORWARD PREVIOUSLY PAID, PLEASE DISREGARD)

Current Invoice:		
Current Fees:	\$226,798.50	
Current Disbursements:	<u>\$8,223.85</u>	
Current Invoice Total:		<u>\$235,022.35</u>

Total Balance Due:		<u><u>\$370,951.34</u></u>
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PLEASE REMIT PAYMENT TO THE FOLLOWING ADDRESS:

McGuireWoods LLP
Attn: Accounts Receivable
901 E. Cary Street
Richmond, VA 23219-4030

PAYMENT IN FULL IS DUE UPON PRESENTATION



Dion W. Hayes
804.775.1144

One James Center
901 East Cary Street
Richmond, VA 23219-4030

March 16, 2009

Circuit City Stores, Inc.
9950 Mayland Drive
Richmond, VA 23233

Bill Through: 02/28/09

INVOICE NO. 91120771

TAX ID NO. 54-0505857

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:

Re: General Case Administration
Our File No. 2055557-0010
Circuit City ContactR. Hedgebeth
McGuireWoods ContactD. Hayes

02/02/09	Review new pleading filed by admin claimants and vendors and landlords for hearing on 2/13 dockets (1.9); begin review and revision of pleadings for filing for hearing on 2/13 docket (.9)	Douglas M. Foley	2.80 hours at 550.00 per hour.	\$1,540.00
02/02/09	Finalize and file multiple affidavits of service and e-mails regarding same (.9); analyze agenda and e-mails regarding next omnibus hearing (.7); multiple calls from various parties (1.4); analyze correspondence (.6)	Sarah B. Boehm	3.60 hours at 450.00 per hour.	\$1,620.00
02/02/09	Monitor calls from hot line and revise log for hot line calls (1.1); return hot line calls (.9)	Frances C. Smith	2.10 hours at 215.00 per hour.	\$451.50

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02/02/09	Telephone calls to multiple creditors regarding filings (2.1); research bankruptcy court docket (.3); analysis of filings for deadlines (.6); e-mail to professionals regarding deadlines (.3); prepare insurance policy binders (1.1); work on hearing binders (2.2) Karen B. Cain 6.60 hours at 195.00 per hour.	\$1,287.00
02/03/09	Review and finalize new pleadings for filing 2/13 omni docket and e-mails with debtors professionals and client regarding same Douglas M. Foley 1.70 hours at 550.00 per hour.	\$935.00
02/03/09	Draft, revise, finalize and file multiple pleadings for upcoming omnibus hearing and multiple calls and e-mails regarding same (2.9); research issues regarding management incentive plan and multiple calls and e-mails regarding same (1.2); analyze and revise case calendar (.3); multiple calls to various parties and update call log (.8); multiple e-mails with KCC regarding service matters (.3) Sarah B. Boehm 5.50 hours at 450.00 per hour.	\$2,475.00
02/03/09	Multiple telephone calls and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review pleadings and other documentation regarding same (1.8); review and analyze sale motion and e-mails and telephone conferences with debtors' professionals regarding same (.5); draft, revise and file procedural motions regarding sale of aircraft and file same (.8) Daniel F. Blanks 3.10 hours at 375.00 per hour.	\$1,162.50
02/03/09	Monitor calls from hot line and revise log for hot line calls (.4); return hot line calls (1.8) Frances C. Smith 2.20 hours at 215.00 per hour.	\$473.00
02/03/09	Review docket for motions set for hearing on 2/13/09 and prepare documents for hearing Linda J. Neilson 1.10 hours at 185.00 per hour.	\$203.50
02/03/09	Research filings (.7); analysis of documents for deadlines (.6); work on case calendar (.4) Karen B. Cain 1.70 hours at 195.00 per hour.	\$331.50

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02/04/09	Telephone conference and e-mails with court and debtors professionals regarding possible hearing dates for lease procedures and DIP amendments (.4); review new pleadings filed by creditors (.8); analyze issues relating to consumer privacy ombudsman (.3) Douglas M. Foley 1.50 hours at 550.00 per hour.	\$825.00
02/04/09	Multiple calls and e-mails regarding additional omnibus hearing dates and telephonic participation (.3); multiple calls from various parties (.5) Sarah B. Boehm .80 hours at 450.00 per hour.	\$360.00
02/04/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review and analyze bankruptcy case, documents, pleadings, notices and other items regarding same (2.6); research issues regarding exclusivity motion and e-mails with debtors' professionals regarding same (.8) Daniel F. Blanks 3.40 hours at 375.00 per hour.	\$1,275.00
02/04/09	Monitor calls from hot line and revise log for hot line calls (1.1); return hot line calls (3.9) Frances C. Smith 5.20 hours at 215.00 per hour.	\$1,118.00
02/04/09	Research bankruptcy court docket (.4); analysis of filings for deadlines (.9); work on case calendar for deadlines (.7); e-mail to professionals regarding new dates (.2) Karen B. Cain 2.20 hours at 195.00 per hour.	\$429.00
02/05/09	E-mails regarding consumer privacy protection ombudsman and analyze issues regarding same Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
02/05/09	Analyze issues and e-mails regarding management incentive plan (.4); multiple calls to and from various parties (1.3); analyze and distribute correspondence (.6) Sarah B. Boehm 2.30 hours at 450.00 per hour.	\$1,035.00
02/05/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy cases and related issues and analyze issues and documents regarding same Daniel F. Blanks 1.90 hours at 375.00 per hour.	\$712.50

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02/05/09	Monitor calls from hot line and revise log for hot line calls (.7); return hot line calls (2.7) Frances C. Smith 3.40 hours at 215.00 per hour.	\$731.00
02/05/09	Review docket and retrieve pleadings for 2/13/09 hearing (.9); correspondence regarding hearing agenda (.2) Linda J. Neilson 1.10 hours at 185.00 per hour.	\$203.50
02/05/09	Analysis of multiple appeal dockets and filings (.7); e-mail to and from appeal monitor (.6); work on hearing binders (1.9) Karen B. Cain 3.20 hours at 195.00 per hour.	\$624.00
02/06/09	Draft, analyze, revise, finalize and file management incentive motion, motion to file under seal, motion to shorten notice and related notices and multiple calls and e-mails regarding same (1.5); analyze and revise omnibus hearing agenda and e-mails regarding same (.2); e-mails regarding removal bridge order (.2); finalize and file affidavit of service and e-mails regarding same (.3) Sarah B. Boehm 2.20 hours at 450.00 per hour.	\$990.00
02/06/09	Multiple telephone conferences and e-mails with parties in interest and creditors regarding case and related issues and review and analyze issues and documents regarding same Daniel F. Blanks .80 hours at 375.00 per hour.	\$300.00
02/06/09	Monitor calls from hot line and revise log for hot line calls (.6); return hot line calls (2.2) Frances C. Smith 2.80 hours at 215.00 per hour.	\$602.00
02/06/09	Prepare documents for 2/13/2009 hearing (1.8); correspondence regarding agenda for 2/13/2009 hearing (.5) Linda J. Neilson 2.30 hours at 185.00 per hour.	\$425.50
02/06/09	Research multiple appeals by landlords (.9); research multiple 2002 notices (.9); work on case calendar for deadlines (1.1) Karen B. Cain 2.90 hours at 195.00 per hour.	\$565.50
02/07/09	Analysis of multiple filings (.6); prepare correspondence to claims agent for proofs of claim recordation and filing (.5) Karen B. Cain 1.20 hours at 195.00 per hour.	\$234.00

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02/09/09	Review agenda and pleadings for hearings on 2/13 and e-mails and telephone conference with debtors professionals and creditors counsel regarding same Douglas M. Foley 1.90 hours at 550.00 per hour.	\$1,045.00
02/09/09	Analyze and distribute correspondence (.6); multiple phone calls to and from various parties (1.2); multiple calls and e-mails regarding bridge order and documents to be placed under seal and review correspondence regarding same (.8) Sarah B. Boehm 2.40 hours at 450.00 per hour.	\$1,080.00
02/09/09	Multiple telephone calls and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review documents, pleadings, e-mails and other material regarding same Daniel F. Blanks 3.60 hours at 375.00 per hour.	\$1,350.00
02/09/09	Monitor calls from hot line and revise log for hot line calls Frances C. Smith .90 hours at 215.00 per hour.	\$193.50
02/09/09	Prepare documents for hearing on 2/13/09 Linda J. Neilson .70 hours at 185.00 per hour.	\$129.50
02/10/09	Analyze pleadings, revise agenda and e-mails regarding same (.4); multiple calls to and from various parties (1.1); analyze correspondence (.4) Sarah B. Boehm 1.90 hours at 450.00 per hour.	\$855.00
02/10/09	Multiple telephone conferences and e-mails with parties in interest and creditors regarding bankruptcy cases and related issues and review and analyze multiple issues and documents regarding same Daniel F. Blanks 3.40 hours at 375.00 per hour.	\$1,275.00
02/10/09	Monitor calls from hot line and revise log for hot line calls Frances C. Smith 1.40 hours at 215.00 per hour.	\$301.00
02/10/09	Check docket for filed objections (.6); revise agenda for filing (.8); prepare documents for hearing (.7) Linda J. Neilson 2.10 hours at 185.00 per hour.	\$388.50

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02/10/09	Contact court reporters for immediate transcript (.2); forward transcript to professionals (.1); research bankruptcy court docket (.9); analysis of filings for case calendar entries (1.1); update case calendar (.8) Karen B. Cain 3.10 hours at 195.00 per hour.	\$604.50
02/11/09	Review pleadings and begin preparation for hearings on 2/13 (2.9); several telephone conferences and e-mails with counterparties and debtors professionals regarding same (1.3) Douglas M. Foley 4.20 hours at 550.00 per hour.	\$2,310.00
02/11/09	Analyze pleadings, revise, finalize and file agenda (1.7); analyze, revise, finalize, file and handle issues regarding service for multiple pleadings (1.8); analyze cases and issues regarding appeal and e-mails regarding same (.4); multiple calls to and from various parties (1.1); analyze correspondence (.4) Sarah B. Boehm 5.40 hours at 450.00 per hour.	\$2,430.00
02/11/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review and analyze documents, pleadings, notices, and other items regarding same (1.8); review, analyze, revise and file notice of agenda for February 13, 2009 (.5) Daniel F. Blanks 2.30 hours at 375.00 per hour.	\$862.50
02/11/09	Monitor calls from hot line and revise log of hot line calls (.6); return hot line calls (1.3) Frances C. Smith 1.90 hours at 215.00 per hour.	\$408.50
02/11/09	Review docket and revise hearing agenda for filing (1.6); correspondence regarding same (.3) Linda J. Neilson 1.90 hours at 185.00 per hour.	\$351.50
02/12/09	Review and finalized updated agenda for 2/13 hearings and continue to prepare for same Douglas M. Foley 1.70 hours at 550.00 per hour.	\$935.00
02/12/09	Multiple telephone conferences and e-mails with parties and creditors regarding February 13, 2009 omnibus hearing and related issues and queries regarding bankruptcy case and preparation for February 13, 2009 omnibus	

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hearing and analyze issues regarding same
(4.8); prepare for and participate in
telephonic auction regarding sale of aircraft
and related issues (1.5); draft, revise and
file agenda for February 13, 2009 omnibus
hearing (.9)

Daniel F. Blanks 7.20 hours at 375.00 per hour. \$2,700.00

02/12/09 Prepare documents for hearing (4.7);
correspondence regarding same (1.1); revise
2/13/09 hearing agenda (2.2)

Linda J. Neilson 8.00 hours at 185.00 per hour. \$1,480.00

02/12/09 Research bankruptcy court docket for multiple
omnibus hearing objections (4.9); work on
amended agenda (.9); prepare agenda for
February 17th omnibus hearing (2.7)

Karen B. Cain 8.50 hours at 195.00 per hour. \$1,657.50

02/13/09 Prepare for and attend omni hearing on 2/13
(5.7); e-mails regarding finalization and
follow-up on orders for submission relating to
assets sales and lease issues from 2/13 hearing
(.6)

Douglas M. Foley 6.30 hours at 550.00 per hour. \$3,465.00

02/13/09 Prepare for and attend omnibus hearing (3.3);
analyze issues and strategy regarding upcoming
hearing (.5); draft, revise, finalize and file
pleadings (1.2)

Sarah B. Boehm 5.00 hours at 450.00 per hour. \$2,250.00

02/13/09 Multiple telephone conferences and e-mails with
creditor and parties in interest regarding
bankruptcy case and related issues and review
and analyze documents, pleadings and other
items regarding same

Daniel F. Blanks 2.80 hours at 375.00 per hour. \$1,050.00

02/13/09 Prepare for and participate in February 13,
2009 omnibus hearing and review and analyze
pleadings, documents and other material
regarding same and update agenda, orders and
notices regarding same (3.2); review
destruction motion and revise same and draft
expedited motion regarding same (.9)

Daniel F. Blanks 4.10 hours at 375.00 per hour. \$1,537.50

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02/13/09	Prepare documents for hearing (2.5); attend hearing (3.75); prepare hearing agenda for 2/17/09 (.75) Linda J. Neilson 7.00 hours at 185.00 per hour.	\$1,295.00
02/13/09	Prepare revisions to omnibus hearing agenda (1.1); prepare hearing binders for professionals (1.2); prepare exhibits for auctioned items (1.9); work on agenda for February 17th hearing (1.4) Karen B. Cain 5.60 hours at 195.00 per hour.	\$1,092.00
02/15/09	Review and respond to numerous e-mails from various parties Sarah B. Boehm .60 hours at 450.00 per hour.	\$270.00
02/15/09	Multiple e-mails and telephone conferences with creditors regarding bankruptcy case and related issues and review and analyze documents, pleadings and correspondence regarding same Daniel F. Blanks 2.50 hours at 375.00 per hour.	\$937.50
02/16/09	Review third party subpoena from AUSA regarding criminal investigation and e-mails with client regarding same (.4); e-mails and review final versions of amended aircraft sale orders (.3); e-mails regarding timing of filing and submission of document destruction motion and order and review same (.5); review and revise response to PHH motion regarding lease equipment (.4) Douglas M. Foley 1.60 hours at 550.00 per hour.	\$880.00
02/16/09	Analyze, revise, finalize and submit multiple orders and e-mails with counsel and clerk's office regarding same (1.7); finalize and file affidavit of service for KCC and e-mails regarding same (.2); analyze pleadings, revise agenda and multiple calls and e-mails regarding same (.9); e-mails regarding resolution of Henrico County taxes and sale of aircraft (.3); analyze pleadings and prepare for omnibus hearing (1.2); revise, finalize and file multiple pleadings and e-mails regarding same (.8); multiple calls to and from various parties (.9) Sarah B. Boehm 6.00 hours at 450.00 per hour.	\$2,700.00

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02/16/09	Multiple telephone calls and e-mails with creditors and parties in interest regarding bankruptcy case and other related issues Daniel F. Blanks 3.80 hours at 375.00 per hour.	\$1,425.00
02/16/09	Research bankruptcy court docket (1.2); analysis of filings for inclusion in February 17, 2009 omnibus hearing (.7); work on amended agenda for omnibus hearing (2.6); prepare hearing binders for professionals (.9) Karen B. Cain 5.40 hours at 195.00 per hour.	\$1,053.00
02/17/09	Prepare for and attend omni hearings for 2/17 docket Douglas M. Foley 2.80 hours at 550.00 per hour.	\$1,540.00
02/17/09	Prepare for and participate in omnibus hearing (3.3); revise and submit various orders (.7); analyze docket and e-mails regarding agenda (.3); conference with R. Van Arsdale regarding incentive plan (.5) Sarah B. Boehm 4.80 hours at 450.00 per hour.	\$2,160.00
02/17/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review documents, pleadings and other items regarding same Daniel F. Blanks 2.20 hours at 375.00 per hour.	\$825.00
02/17/09	Review and revise amended hearing agenda (.4); correspondence regarding and regarding 2/25/09 hearing (.2) Linda J. Neilson .60 hours at 185.00 per hour.	\$111.00
02/17/09	Prepare exhibits for omnibus hearing (2.1); coordinate reporter services for auction (.7); prepare revisions to amended agenda (1.2); work on professionals' hearing binders (.8); e-mail to and from professionals regarding same (.3); work on case calendar (.7); return telephone calls from creditor hot line (1.6) Karen B. Cain 7.40 hours at 195.00 per hour.	\$1,443.00

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02/18/09	Revise, finalize and submit various orders and calls with clerk's office regarding same (1.3); e-mails regarding service of entered orders (.3); telephone call from and to R. Van Arsdale regarding incentive plan information (.3); multiple calls and e-mails with various parties (.8) Sarah B. Boehm 2.70 hours at 450.00 per hour.	\$1,215.00
02/18/09	Multiple telephone calls and e-mails with creditors and parties in interest regarding bankruptcy case and possible purchases of assets and related issues and review documents, pleadings and other information regarding same Daniel F. Blanks 3.90 hours at 375.00 per hour.	\$1,462.50
02/18/09	Monitor calls from hot line and revise log of hot line calls Frances C. Smith 2.20 hours at 215.00 per hour.	\$473.00
02/18/09	Analysis of additional appeal designations (1.9); research bankruptcy court docket for designated items on appeal (2.8); prepare court appeal binders (.7); prepare transmittal letter for appeal binders to court (.2) Karen B. Cain 5.60 hours at 195.00 per hour.	\$1,092.00
02/19/09	Begin review of agenda for 2/25 and preparation for various matters regarding same Douglas M. Foley .60 hours at 550.00 per hour.	\$330.00
02/19/09	Review entered orders and multiple e-mails regarding service of same (.4); draft and file notice of additional omnibus hearing dates and multiple calls and e-mails regarding same (.5); analyze pleadings and multiple e-mails regarding agenda (.5); draft, revise, finalize and file pleadings and e-mails regarding service (1.3); telephone conference with R. Van Arsdale regarding incentive plan and e-mails with professionals regarding same (.6); multiple calls and e-mails with various parties (1.1); revise, finalize and submit various orders and multiple calls and e-mails regarding same (1.6); analyze correspondence (.5) Sarah B. Boehm 6.50 hours at 450.00 per hour.	\$2,925.00

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02/19/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review and analyze documents and pleadings regarding same Daniel F. Blanks 3.50 hours at 375.00 per hour.	\$1,312.50
02/19/09	Monitor calls from hot line and revise log for hot line calls Frances C. Smith .60 hours at 215.00 per hour.	\$129.00
02/20/09	Multiple calls and e-mails from various parties (1.4); draft revise, finalize and file pleadings and multiple calls and e-mails regarding same (1.5); analyze issues and strategy regarding PlumChoice and multiple e-mails regarding same (.3); analyze and distribute correspondence (.8) Sarah B. Boehm 4.00 hours at 450.00 per hour.	\$1,800.00
02/20/09	Multiple telephone conferences and e-mails with parties and creditors regarding bankruptcy case and other related issues and review cases, pleadings, notices, and correspondence regarding same Daniel F. Blanks 2.40 hours at 375.00 per hour.	\$900.00
02/23/09	Revise, finalize and file agenda and multiple calls and e-mails regarding status of multiple matters (1.3); multiple calls and e-mails regarding incentive plan (.4); analyze documents regarding incentive plan and e-mail to R. Van Arsdale regarding same (.4); e-mails regarding ordinary course professionals (.2); e-mails regarding Assurant meeting and related matters (.4); finalize and file affidavits of service and e-mails regarding same (.4); e-mails regarding additional omnibus hearing dates and KCC website (.3); multiple calls to and from various parties (1.1); analyze correspondence (.8); e-mails regarding orders (.3) Sarah B. Boehm 5.60 hours at 450.00 per hour.	\$2,520.00
02/23/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review and analyze documents, pleadings and materials regarding same Daniel F. Blanks .80 hours at 375.00 per hour.	\$300.00

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02/23/09	Review docket and revise 2/25/09 hearing agenda for filing Linda J. Neilson 2.50 hours at 185.00 per hour.	\$462.50
02/23/09	Assist with preparations for omnibus hearing (2.1); work on professionals' omnibus hearing binders (1.3); research and track multiple appeals (1.7); work on case calendar (1.1) Karen B. Cain 6.20 hours at 195.00 per hour.	\$1,209.00
02/24/09	Multiple calls and e-mails to and from various parties (.8); revise and prepare orders for omnibus hearing (.7); analyze documents and prepare for omnibus hearing and multiple calls and e-mails regarding status of multiple matters (1.2); analyze issues and e-mails regarding Assurant (.4); submit order and telephone conference with clerk's office regarding same (.3) Sarah B. Boehm 3.40 hours at 450.00 per hour.	\$1,530.00
02/24/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review and analyze documents, pleadings and materials regarding same Daniel F. Blanks 3.60 hours at 375.00 per hour.	\$1,350.00
02/24/09	Monitor calls form hot line and revise log of hot line calls Frances C. Smith 3.30 hours at 215.00 per hour.	\$709.50
02/24/09	Revise amended hearing agenda for 2/25/09 (.8); correspondence regarding same (.5) Linda J. Neilson 1.30 hours at 185.00 per hour.	\$240.50
02/24/09	Work on amended omnibus hearing agenda for 2/25/2009 hearing (2.7); prepare exhibits for omnibus hearing (1.1); work on creditor telephone log of calls (2.1). Karen B. Cain 5.90 hours at 195.00 per hour.	\$1,150.50
02/25/09	Prepare for and participate in omni hearing and conference calls and telephone conferences with opposing parties to resolve various matters (4.9); conference with client and debtors professionals regarding process for defective inventory and merchandise and telephone conferences with committee professionals regarding same (.8) Douglas M. Foley 5.70 hours at 550.00 per hour.	\$3,135.00

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02/25/09	Prepare for and attend omnibus hearing (2.4); multiple calls and e-mails from various parties (1.2); e-mails with ordinary course professional regarding payment procedures (.2); finalize and file affidavit of service (.2)		
	Sarah B. Boehm 4.00 hours at 450.00 per hour.		\$1,800.00
02/25/09	Revise and file amended agenda for February 25, 2009 omnibus hearing (.7); multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review and analyze documents, pleadings and materials regarding same (2.1)		
	Daniel F. Blanks 2.80 hours at 375.00 per hour.		\$1,050.00
02/25/09	Monitor calls from hot line and revise log of hot line calls		
	Frances C. Smith 1.10 hours at 215.00 per hour.		\$236.50
02/25/09	Assist with preparation for 2/25/2009 omnibus hearing (1.6); work on hearing exhibits (.9); update professional's hearing binders (1.9); assist with auction setup and coordination (.8)		
	Karen B. Cain 5.20 hours at 195.00 per hour.		\$1,014.00
02/26/09	Multiple calls to and from various parties (.6); analyze and revise agenda and e-mails regarding status of various matters (.4); e-mails regarding orders (.2)		
	Sarah B. Boehm 1.20 hours at 450.00 per hour.		\$540.00
02/26/09	Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review and analyze documents, pleadings and materials regarding same (1.5); multiple e-mails and telephone conferences with in-house counsel and ordinary course professionals regarding document retention, litigation holds and other issues (.9)		
	Daniel F. Blanks 2.40 hours at 375.00 per hour.		\$900.00
02/26/09	Monitor calls from hot line and revise log for hot line calls		
	Frances C. Smith .40 hours at 215.00 per hour.		\$86.00
02/26/09	Correspondence regarding 3/3/09 hearing agenda (.4); review docket and hearing agenda (.6)		
	Linda J. Neilson 1.00 hours at 185.00 per hour.		\$185.00

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02/26/09 Research bankruptcy court docket (.7); analysis of filings for deadlines (1.1); work on case calendar (.6)
Karen B. Cain 2.40 hours at 195.00 per hour. \$468.00

02/27/09 Revise, finalize and file multiple pleadings and e-mails regarding same (1.3); revise third omni rejection order and multiple e-mails regarding same (.3); multiple calls to and from various parties (1.4); analyze documents, revise, finalize and file agenda and multiple calls and e-mails regarding same (1.2); analyze and distribute correspondence (.6)
Sarah B. Boehm 4.80 hours at 450.00 per hour. \$2,160.00

02/27/09 Multiple telephone conferences and e-mails with creditors and parties in interest regarding bankruptcy case and related issues and review and analyze documents, pleadings and materials regarding same
Daniel F. Blanks 3.10 hours at 375.00 per hour. \$1,162.50

02/27/09 Review docket and revise 3/3/09 hearing agenda for filing (2.1); prepare documents for 3/3/09 hearing (1.3)
Linda J. Neilson 3.40 hours at 185.00 per hour. \$629.00

02/27/09 Work on and coordinate agenda issues with L. Neilson (1.9); e-mail to and from Skadden regarding agenda (.6); correspondence to bankruptcy clerk regarding designation of additional items on appeal matter (.4); work on case calendar (.9)
Karen B. Cain 3.80 hours at 195.00 per hour. \$741.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	31.2	\$17,160.00
Sarah B. Boehm	\$450.00	72.7	\$32,715.00
Daniel F. Blanks	\$375.00	63.6	\$23,850.00
Frances C. Smith	\$215.00	27.5	\$5,912.50
Karen B. Cain	\$195.00	76.9	\$14,995.50
Linda J. Neilson	\$185.00	33.0	\$6,105.00
TOTAL FEES		304.9	\$100,738.00

Re: Restructuring and General Strategy
Our File No. 2055557-0020
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

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02/02/09 Meetings with client regarding 503(b)(9) claim
litigation strategy and possible claims against
liquidators relating to agency agreement
Douglas M. Foley 2.30 hours at 550.00 per hour. \$1,265.00

02/02/09 Analyze multiple pleadings to be filed for next
omnibus hearing and research issues regarding
same (1.3); draft motion to shorten notice
regarding same (.6); telephone call to law
clerk and draft bridge order regarding removal
motion (.5); telephone call from counsel and
e-mails regarding agency agreement and
liquidation sale (.3)
Sarah B. Boehm 2.70 hours at 450.00 per hour. \$1,215.00

02/03/09 Meetings with client and debtors professionals
regarding issues relating to agency agreement
and issues with liquidators and strategy
regarding same
Douglas M. Foley 1.80 hours at 550.00 per hour. \$990.00

02/03/09 Review and analyze incentive and retention plan
motion and research issues regarding local
precedent and related issues (.9); execute
stipulation regarding store closing issues and
e-mails with co-counsel regarding same (.3)
Daniel F. Blanks 1.20 hours at 375.00 per hour. \$450.00

02/04/09 Research and analyze issues regarding privacy
ombudsman and telephone call to R. Van Arsdale
regarding same (.8); e-mails regarding aircraft
sale order (.2)
Sarah B. Boehm 1.00 hours at 450.00 per hour. \$450.00

02/04/09 Multiple telephone conferences and e-mails with
in-house parties and debtors' professionals
regarding business licenses renewals and
related issues
Daniel F. Blanks 1.20 hours at 375.00 per hour. \$450.00

02/06/09 E-mails and analysis and review drafts of
motions relating to MIP, FF&E sale procedures
and issues relating to aircraft sale order
Douglas M. Foley 2.80 hours at 550.00 per hour. \$1,540.00

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02/06/09	Draft, analyze, revise, finalize and file FF&E sale motion, motion to shorten notice and notice of hearing and multiple calls and e-mails regarding same (1.2); telephone call to court regarding hearing date (.2); analyze issues and e-mails regarding aircraft sale (.2)		
	Sarah B. Boehm 1.60 hours at 450.00 per hour.		\$720.00
02/06/09	Review, analyze, revise and file incentive plan motion and multiple telephone conferences and e-mails with co-counsel regarding same and draft, revise and file motion to limit notice and motion to seal relating to same and research issues regarding same and draft notices regarding same (2.7); review, analyze and revise motion to sell certain furniture, fixtures and equipment and multiple telephone conferences and e-mails with co-counsel regarding same and draft, revise and file related motions and notices regarding same (1.8)		
	Daniel F. Blanks 4.50 hours at 375.00 per hour.		\$1,687.50
02/09/09	Correspondence with chambers and United States Trustee regarding debtors' to wind-down and incentive plan		
	Daniel F. Blanks 1.10 hours at 375.00 per hour.		\$412.50
02/11/09	Analyze issues and strategy regarding lease procedures and multiple e-mails regarding same		
	Sarah B. Boehm .40 hours at 450.00 per hour.		\$180.00
02/12/09	Finalize and circulate motion regarding document destruction policy and laptop computer disposition (.9); telephone conferences with chambers, United States Trustee, and client regarding same (.4); e-mails with UCC counsel and Bank counsel regarding same (.3)		
	Douglas M. Foley 1.60 hours at 550.00 per hour.		\$880.00
02/13/09	Conference with debtors professionals regarding hearings for 2/17 and 2/18 and begin preparation for same (1.3); e-mails regarding exclusivity issues and strategy going forward with respect to plan issues and claim issues (.9)		
	Douglas M. Foley 2.20 hours at 550.00 per hour.		\$1,210.00

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02/16/09	Analyze issues and review exclusivity extension motion and e-mails with debtors professionals regarding strategy Douglas M. Foley 1.40 hours at 550.00 per hour.	\$770.00
02/16/09	E-mails regarding FF&E auction and related matters Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
02/17/09	Participate in auction regarding FF&E and analyze issues regarding same Douglas M. Foley 1.90 hours at 550.00 per hour.	\$1,045.00
02/17/09	Prepare for and participate in FF&E auction and multiple calls and e-mails regarding same Sarah B. Boehm 5.20 hours at 450.00 per hour.	\$2,340.00
02/17/09	Review insurance policies and e-mails with debtors' professionals regarding insurance coverage issues and e-mails and telephone conferences regarding FF&E motion (1.1); revise amended aircraft order, multiple telephone conferences and e-mails with debtors' professionals and chambers regarding same (1.2); draft, revise and circulate PII destruction motion (.9) Daniel F. Blanks 4.20 hours at 375.00 per hour.	\$1,575.00
02/18/09	Prepare for and attend hearing on FF&E motion and resolved objections to same and issues relating to form of order and clarification of profer (2.3); review motion to extend exclusivity and e-mails with debtors professionals and committee professionals regarding same (.7); e-mails with submission of PII document destruction policy and protocol (.4) Douglas M. Foley 3.40 hours at 550.00 per hour.	\$1,870.00
02/18/09	Prepare for and attend hearing regarding FF&E (2.4); revise, finalize and submit order regarding FF&E and multiple calls and e-mails with counsel regarding same (.8) Sarah B. Boehm 3.20 hours at 450.00 per hour.	\$1,440.00

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02/18/09	Continue drafting and revising motion to destruct certain personal identifiable information and e-mails with committee and debtors' professionals regarding same (1.1); e-mails and telephone conferences with chambers regarding aircraft order and related issues (.6)	Daniel F. Blanks	1.70 hours at	375.00 per hour.	\$637.50
02/21/09	E-mails with debtors' professionals regarding Chase matter and business record destruction motion and e-mails to counsel for committee regarding same	Daniel F. Blanks	.50 hours at	375.00 per hour.	\$187.50
02/23/09	Telephone conferences and e-mails with co-counsel for committee regarding business record destruction motion and related issues (.8); telephone conferences and e-mails with in-house counsel regarding pending suits and substitution of counsel and related issues and analyze strategies regarding same (1.6)	Daniel F. Blanks	2.40 hours at	375.00 per hour.	\$900.00
02/24/09	Telephone conference and e-mails with counsel for committee regarding business record destruction motion and file and submit same	Daniel F. Blanks	1.10 hours at	375.00 per hour.	\$412.50
02/25/09	Revise and file business record destruction motion and e-mails with debtors' professionals and committee regarding same and telephone conference with chambers regarding same and BOPS order regarding same	Daniel F. Blanks	1.10 hours at	375.00 per hour.	\$412.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	17.4	\$9,570.00
Sarah B. Boehm	\$450.00	14.4	\$6,480.00
Daniel F. Blanks	\$375.00	19.0	\$7,125.00
	TOTAL FEES	50.8	\$23,175.00

Re: Communications Matters
Our File No. 2055557-0030
Circuit City ContactR. Hedgebeth
McGuireWoods ContactD. Hayes

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02/26/09 Telephone conference with client and debtors
professionals regarding Congressional hearing
and protocol and procedures regarding same
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

02/27/09 E-mails regarding judiciary committee hearings
on Circuit City and strategy regarding same
Douglas M. Foley .70 hours at 550.00 per hour. \$385.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	1.6	\$880.00
TOTAL FEES		1.6	\$880.00

Re: Corporate Governance

Our File No. 2055557-0040

Circuit City Contact R. Hedgebeth

McGuireWoods Contact D. Hayes

02/03/09 Telephone conversation with A. King and
participate in compensation and personnel
committee meeting by conference telephone
Robert L. Burrus Jr. 1.50 hours at 805.00 per hour. \$1,207.50

Timekeeper	Rate/HR	Hours	Fees
Robert L. Burrus Jr.	\$805.00	1.5	\$1,207.50
TOTAL FEES		1.5	\$1,207.50

Re: Schedule and SOFAS

Our File No. 2055557-0050

Circuit City Contact R. Hedgebeth

McGuireWoods Contact D. Hayes

02/18/09 Draft notice of amended schedules and bar date
information, finalize and file same and file
amended schedules
Sarah B. Boehm 1.60 hours at 450.00 per hour. \$720.00

Timekeeper	Rate/HR	Hours	Fees
Sarah B. Boehm	\$450.00	1.6	\$720.00
TOTAL FEES		1.6	\$720.00

Re: Monthly Operating Reports

Our File No. 2055557-0060

Circuit City Contact R. Hedgebeth

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McGuireWoods ContactD. Hayes

02/11/09 E-mails regarding monthly operating report
Sarah B. Boehm .20 hours at 450.00 per hour. \$90.00

02/13/09 Review and file December monthly operating
report
Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00

Timekeeper	Rate/HR	Hours	Fees
Sarah B. Boehm	\$450.00	0.2	\$90.00
Daniel F. Blanks	\$375.00	0.6	\$225.00
TOTAL FEES		0.8	\$315.00

Re: Professional Retention/Fee Applications
Our File No. 2055557-0070
Circuit City ContactR. Hedgebeth
McGuireWoods ContactD. Hayes

02/05/09 E-mail from J. Turner regarding monthly fee
statements in Excel and e-mails to and from
professionals regarding submitting same (.4);
analyze and revise monthly fee statement (1.1)
Sarah B. Boehm 1.50 hours at 450.00 per hour. \$675.00

02/06/09 E-mails regarding interim compensation issues
and e-mails with estate professionals and
client regarding same
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

02/11/09 Finalize monthly fee statement, draft related
correspondence and e-mails regarding same
(1.1); e-mails regarding monthly fee statements
in Excel for US Trustee's office for various
professionals (.3)
Sarah B. Boehm 1.40 hours at 450.00 per hour. \$630.00

02/12/09 E-mails with various estate professionals
regarding status of preparation, presentation
and payment of monthly fee statements
Douglas M. Foley .60 hours at 550.00 per hour. \$330.00

02/15/09 E-mail to J. Turner regarding monthly fee
statement in Excel (.1); e-mail to C. Huebner
regarding January fees and expenses (.1)
Sarah B. Boehm .20 hours at 450.00 per hour. \$90.00

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02/19/09 E-mails regarding payment of interim
compensation to estate/debtor professionals and
timing and amount of same
Douglas M. Foley .80 hours at 550.00 per hour. \$440.00

02/20/09 Analyze interim compensation order regarding
first interim fee applications (.3); multiple
calls and e-mails with debtors' professionals
regarding first interim fee applications (.5)
Sarah B. Boehm .80 hours at 450.00 per hour. \$360.00

02/23/09 E-mail from Rothschild and to J. Turner
regarding monthly fee statements in Excel
Sarah B. Boehm .10 hours at 450.00 per hour. \$45.00

02/25/09 E-mails with ordinary course professionals
regarding compensation and continued work
Daniel F. Blanks .40 hours at 375.00 per hour. \$150.00

02/26/09 Analyze DJM retention order and e-mails
regarding first interim fee applications
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	2.3	\$1,265.00
Sarah B. Boehm	\$450.00	4.3	\$1,935.00
Daniel F. Blanks	\$375.00	0.4	\$150.00
TOTAL FEES		7.0	\$3,350.00

Re: Automatic Stay

Our File No. 2055557-0090

Circuit City Contact R. Hedgebeth

McGuireWoods Contact D. Hayes

02/03/09 Telephone calls and e-mails with parties
regarding motions for relief from stay and
review insurance policies and other documents
regarding same with opposing counsel
Daniel F. Blanks 1.20 hours at 375.00 per hour. \$450.00

02/04/09 E-mails regarding automatic stay issues with
respect to new litigation and analyze responses
to lift stay motions
Douglas M. Foley .80 hours at 550.00 per hour. \$440.00

02/04/09 Analyze lift stay pleadings and objections and
multiple calls and e-mails regarding same
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

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02/04/09	E-mails with co-counsel regarding motions for relief from stay and related strategies and draft responses regarding same Daniel F. Blanks .80 hours at 375.00 per hour.	\$300.00
02/05/09	E-mails and analysis regarding new lift stay motions and response before 2/13 hearing date Douglas M. Foley .50 hours at 550.00 per hour.	\$275.00
02/05/09	Analyze and revise pleadings regarding lift stay objections Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
02/05/09	Multiple telephone conferences and e-mails with parties and movants for relief from stay and draft responses to motions for relief from stay and research issues regarding same Daniel F. Blanks 2.70 hours at 375.00 per hour.	\$1,012.50
02/06/09	Draft, analyze, revise, finalize and file multiple objections to lift stay motions for upcoming hearing and multiple calls and e-mails with counsel regarding same Sarah B. Boehm 1.30 hours at 450.00 per hour.	\$585.00
02/06/09	Draft, revise and file responses to motions for relief from stay and review and analyze issues and documents regarding same and e-mails and telephone conferences with co-counsel regarding same Daniel F. Blanks 2.20 hours at 375.00 per hour.	\$825.00
02/09/09	Review new lift stay motions and responses to same for hearings on 2/13 Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
02/09/09	Analyze pleadings and issues regarding various lift stay matters and inquiries regarding same Sarah B. Boehm .60 hours at 450.00 per hour.	\$270.00
02/09/09	Multiple e-mails and telephone conferences with parties regarding motions for relief from stay and draft responses and review insurance and other documents regarding same Daniel F. Blanks 1.60 hours at 375.00 per hour.	\$600.00
02/10/09	Analyze pleadings, issues and e-mails regarding multiple lift stay matters Sarah B. Boehm .90 hours at 450.00 per hour.	\$405.00

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02/11/09	Review responses to lift stay motion and prepare for preliminary hearings on 2/13 regarding same Douglas M. Foley .70 hours at 550.00 per hour.	\$385.00
02/11/09	Analyze pleadings and strategy regarding various lift stay matters Sarah B. Boehm .60 hours at 450.00 per hour.	\$270.00
02/11/09	Review and analyze postpetition claims asserted against the debtors and draft and file suggestions in bankruptcy and letters regarding violations of the automatic stay (2.4); draft response to Vornado's motion for relief from stay and research issues regarding same (1.7) Daniel F. Blanks 4.10 hours at 375.00 per hour.	\$1,537.50
02/12/09	E-mails regarding ESI lift stay motion and status of other lift stay motions for 2/13 hearing Douglas M. Foley .80 hours at 550.00 per hour.	\$440.00
02/13/09	Prepare for and participate in omnibus hearing regarding motions filed for relief from automatic stay and related issues Daniel F. Blanks 2.30 hours at 375.00 per hour.	\$862.50
02/16/09	Correspondence with parties regarding new cases and violations of automatic stay Daniel F. Blanks 1.10 hours at 375.00 per hour.	\$412.50
02/17/09	Review issues relating to principle life motion for lift stay relating to foreclosure action Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
02/17/09	E-mails with counsel for Principal regarding motion for relief from stay and e-mails and telephone conferences with debtors' professionals Daniel F. Blanks 1.10 hours at 375.00 per hour.	\$412.50
02/18/09	Analyze and revise Mansfield agreed order and e-mails with counsel regarding same Sarah B. Boehm .60 hours at 450.00 per hour.	\$270.00

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02/19/09	Multiple telephone conferences and e-mails with Principal regarding motion for relief from automatic stay and analyze issues regarding same (.8); review draft responses to motions for relief from stay and analyze research and other issues regarding same (.7) Daniel F. Blanks 1.50 hours at 375.00 per hour.	\$562.50
02/20/09	Analyze stipulation and issues regarding Principal consent to lift stay and multiple calls and e-mails regarding same Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
02/20/09	Draft and respond to multiple actions regarding prepetition and postpetition actions that impact automatic stay and file suggestions in bankruptcy regarding same (1.7); continue drafting and revising stipulation resolving Principal's motion for relief from stay and multiple telephone conferences and e-mails with counsel regarding same (1.9) Daniel F. Blanks 3.60 hours at 375.00 per hour.	\$1,350.00
02/22/09	E-mails with in-house counsel regarding Principal relief from stay matter and revise and blackline proposed stipulation and order, and e-mails with opposing counsel regarding same Daniel F. Blanks 1.10 hours at 375.00 per hour.	\$412.50
02/23/09	Draft and file multiple suggestions in bankruptcy and automatic stay letters and review pleadings regarding same (1.5); multiple telephone conferences and e-mails with counsel for Principal regarding relief from stay and February 24, 2009 hearing and related issues and revise stipulation and order regarding same (1.7) Daniel F. Blanks 3.20 hours at 375.00 per hour.	\$1,200.00
02/24/09	Continue revisions to proposed stipulation and order resolving issues with Principal, multiple telephone conferences and e-mails with opposing counsel, and submit order to chambers regarding same (1.4); multiple automatic stay letters and suggestions in bankruptcy and telephone conferences with chambers, debtors' professionals and in-house counsel regarding same (1.7) Daniel F. Blanks 3.10 hours at 375.00 per hour.	\$1,162.50

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02/25/09 Draft discovery requests to Lexar and analyze
issues regarding same
Daniel F. Blanks .90 hours at 375.00 per hour. \$337.50

02/26/09 Draft discovery to Lexar and review discovery
propounded by Lexar and analyze issues
regarding same (1.2); review correspondence and
proposed order regarding contemplated motion
for relief and e-mails with in-house counsel
regarding same (.8)
Daniel F. Blanks 2.00 hours at 375.00 per hour. \$750.00

02/27/09 Prepare and file multiple automatic stay
letters and suggestions and e-mails with
in-house counsel and outside counsel regarding
same (2.3); draft status notification for Davis
suit in California and e-mails and telephone
conferences with opposing counsel regarding
same and analyze multiple issues regarding same
(1.3)
Daniel F. Blanks 3.60 hours at 375.00 per hour. \$1,350.00

02/28/09 Continue draft and revise discovery to Lexar
regarding motion for relief and analyze issues
regarding same and e-mails with debtors'
professionals regarding same
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	3.6	\$1,980.00
Sarah B. Boehm	\$450.00	5.0	\$2,250.00
Daniel F. Blanks	\$375.00	36.9	\$13,837.50
TOTAL FEES		45.5	\$18,067.50

Re: Credit Cards

Our File No. 2055557-0110

Circuit City Contact R. Hedgebeth

McGuireWoods Contact D. Hayes

02/11/09 Analyze issues and prepare for and participate
in telephone conference with Chase's counsel
regarding proposed stipulation on reserve and
other issues under program agreement
Douglas M. Foley 1.60 hours at 550.00 per hour. \$880.00

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02/19/09 E-mails regarding chase stipulation, PII
document destruction and hearing date 2/24 and
review and prepare for same
Douglas M. Foley 1.60 hours at 550.00 per hour. \$880.00

02/24/09 E-mails and telephone conferences with opposing
counsel, chambers and scheduling clerk
regarding finalization of Chase stipulation and
settlement
Douglas M. Foley .80 hours at 550.00 per hour. \$440.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	4.0	\$2,200.00
TOTAL FEES		4.0	\$2,200.00

Re: Employment and Compensation
Our File No. 2055557-0120
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

02/05/09 E-mails and analysis regarding MIP motion and
timing of filing same
Douglas M. Foley .40 hours at 550.00 per hour. \$220.00

02/17/09 Meeting with United States Trustee and analyze
issues/objections regarding MIP program (.4);
e-mails with debtors professionals regarding
same (.2)
Douglas M. Foley .60 hours at 550.00 per hour. \$330.00

02/18/09 E-mails with client and debtors professionals
and committee counsel regarding objection to
MIP
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

02/19/09 E-mails regarding MIP plan status and
negotiations with committee and requests for
information from UST
Douglas M. Foley .40 hours at 550.00 per hour. \$220.00

02/23/09 Several telephone conferences and e-mails
regarding review, revise and analysis of MIP
and preparation for hearing on 2/25
Douglas M. Foley 1.80 hours at 550.00 per hour. \$990.00

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02/24/09 Several telephone conferences and e-mails with
committee professional regarding resolution of
objection to MIP and review United States
Trustee objection regarding same and begin
hearing preparation
Douglas M. Foley 2.30 hours at 550.00 per hour. \$1,265.00

02/25/09 Review and revise MIP plan and participate in
preparation of witness for hearing regarding
same and conference with United States Trustee
regarding same
Douglas M. Foley 1.40 hours at 550.00 per hour. \$770.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$550.00	7.8	\$4,290.00
		<u>7.8</u>	<u>\$4,290.00</u>
TOTAL FEES			

Re: Executory Contracts

Our File No. 2055557-0140

Circuit City Contact R. Hedgebeth

McGuireWoods Contact D. Hayes

02/11/09 Analyze issues relating to executory contract
matters, including Plumchoise and Lexar issue
on for hearing on 2/13
Douglas M. Foley 1.20 hours at 550.00 per hour. \$660.00

02/20/09 Review IBM lease rejection motion for equipment
in DCs and analyze issues regarding same and
e-mails with co-counsel regarding same
Douglas M. Foley 1.40 hours at 550.00 per hour. \$770.00

02/23/09 Review stipulation relating termination of
Chase agreement and telephone conference and
e-mails with opposing counsel, client and
debtors professionals regarding same (.8);
review and analyze pending motion for contract
termination and setoff issues with TomTom,
PlumChoice and Lexar Media (.7)
Douglas M. Foley 1.50 hours at 550.00 per hour. \$825.00

02/24/09 E-mails regarding disputes with executory
contract parties, rejection and motions for
relief from stay to terminate and effect on
claim issues, including setoff and recoupment
Douglas M. Foley 1.30 hours at 550.00 per hour. \$715.00

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02/26/09 Review, revise and file objection to Directv's
motion and e-mails with debtors' professionals
regarding same
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	5.4	\$2,970.00
Daniel F. Blanks	\$375.00	0.8	\$300.00
TOTAL FEES		6.2	\$3,270.00

Re: Litigation

Our File No. 2055557-0150

Circuit City Contact R. Hedgebeth

McGuireWoods Contact D. Hayes

12/15/08 Review electronic documents
Alan M. Oberc 7.00 hours at 75.00 per hour. \$525.00

02/02/09 (AMD/Intel) Review data request from AMD's
attorneys (.1); telephone conference with M.
Roberts regarding data request (.1); prepare
response to data request (.1)
Howard Feller .30 hours at 575.00 per hour. \$172.50

02/02/09 Draft and file stipulation regarding Greystone
and multiple e-mails with counsel regarding
same
Sarah B. Boehm .50 hours at 450.00 per hour. \$225.00

02/03/09 E-mails with F. Telegadas regarding nonsuit of
Speedy 1961 complaint (.1); draft nonsuit
pleadings (.4); letter to court regarding
nonsuit (.1)
Robert M. Tyler .60 hours at 500.00 per hour. \$300.00

02/09/09 (AMD/Intel Third Party Subpoena) Communicate
with plaintiffs' counsel regarding Circuit
City's compliance with third party subpoena and
LCD third party subpoena (.4); communicate with
plaintiffs' counsel regarding Circuit City's
compliance with third party subpoena (.2)
Michelle M. Christian .60 hours at 335.00 per hour. \$201.00

02/10/09 (AMD) Review e-mail to AMD's attorney and
plaintiff's attorney regarding discovery
requests
Howard Feller .10 hours at 575.00 per hour. \$57.50

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02/12/09 Draft response to CPSC incident report
Martha J. Swicegood .40 hours at 390.00 per hour. \$156.00

02/12/09 Prepare for and participate in meetings with
in-house counsel regarding pending lawsuits and
other matters and analyze strategies regarding
same
Daniel F. Blanks 1.50 hours at 375.00 per hour. \$562.50

02/16/09 Telephone conference with F. Telegadas
regarding certain litigation issues
Daniel F. Blanks .90 hours at 375.00 per hour. \$337.50

02/19/09 Work on appeal binders of appellee designation
of additional items (.9); work on transmittal
correspondence to court (.2); assimilate
hearing binders for multiple upcoming hearings
(3.1)
Karen B. Cain 4.20 hours at 195.00 per hour. \$819.00

02/20/09 (Electronic Arts) Telephone conference with M.
Roberts and review subpoena
Howard Feller .20 hours at 575.00 per hour. \$115.00

02/23/09 (Pecover Third Party Subpoena) Analyze third
party subpoena served on Circuit City (.3);
communicate with counsel regarding strategy
related thereto (.3)
Michelle M. Christian .60 hours at 335.00 per hour. \$201.00

02/25/09 Review discovery regarding Lexar and e-mails
regarding same (.3); analyze Greystone docket
and e-mails regarding no response filed (.3)
Sarah B. Boehm .60 hours at 450.00 per hour. \$270.00

02/26/09 Prepare for and attend conference with Assurant
and multiple calls and e-mails regarding same
Sarah B. Boehm 3.20 hours at 450.00 per hour. \$1,440.00

Timekeeper	Rate/HR	Hours	Fees
Howard Feller	\$575.00	0.6	\$345.00
Robert M. Tyler	\$500.00	0.6	\$300.00
Sarah B. Boehm	\$450.00	4.3	\$1,935.00
Martha J. Swicegood	\$390.00	0.4	\$156.00
Daniel F. Blanks	\$375.00	2.4	\$900.00
Michelle M. Christian	\$335.00	1.2	\$402.00
Karen B. Cain	\$195.00	4.2	\$819.00
Alan M. Oberc	\$75.00	7.0	\$525.00

TOTAL FEES

20.7

\$5,382.00

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Re: Avoidance Actions

Our File No. 2055557-0160

Circuit City Contact R. Hedgebeth

McGuireWoods Contact D. Hayes

02/26/09 Prepare for and participate in telephone
conference regarding preference with debtors'
professionals and review documents, charts and
materials regarding same regarding possible
avoidance action and review materials regarding
same

Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Daniel F. Blanks	\$375.00	0.8	\$300.00
TOTAL FEES		0.8	\$300.00

Re: Vendor Matters

Our File No. 2055557-0170

Circuit City Contact R. Hedgebeth

McGuireWoods Contact D. Hayes

02/02/09 Continue review and analysis of TomTom issues
and Greystone and Assurant issues

Douglas M. Foley 1.20 hours at 550.00 per hour. \$660.00

02/04/09 Several e-mails and telephone conferences with
vendors regarding pending motions and analyze
responses to same, including Lexar, Metak and
Assurant

Douglas M. Foley 2.90 hours at 550.00 per hour. \$1,595.00

02/06/09 E-mails and analysis regarding Alliance produce
shipment issues, ownership issues, credits and
defective product

Douglas M. Foley .40 hours at 550.00 per hour. \$220.00

02/09/09 Telephone conference and e-mails with
creditors, client, debtors professionals
regarding analysis of Alliance, PlumChoice and
other issues on for 2/13 omni hearing

Douglas M. Foley 1.60 hours at 550.00 per hour. \$880.00

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02/10/09 E-mails and telephone conferences with client,
opposing counsel, debtors professionals and
analysis regarding AOL stipulation, issues
regarding Alliance product and TomTom
reconciliation and other pending administrative
claim issues and motions for 2/13 docket
Douglas M. Foley 2.90 hours at 550.00 per hour. \$1,595.00

02/13/09 E-mails regarding status of various vendor
claim reconciliations, including TomTom
Douglas M. Foley .60 hours at 550.00 per hour. \$330.00

02/16/09 E-mails with client regarding TomTom
reconciliation and review (.4); telephone
conference with Audiovox counsel regarding
reconciliation claims and potential put option
(.3)
Douglas M. Foley .70 hours at 550.00 per hour. \$385.00

02/18/09 E-mails and analysis regarding continued
hearings on TomTom, PlumChoice and other vendor
relating claims and issues on for 2/25 and 3/3
dockets
Douglas M. Foley .80 hours at 550.00 per hour. \$440.00

02/24/09 Several telephone conferences and e-mails with
opposing counsel, client and debtors
professionals regarding analysis and outline
and contours of possible PlumChoice settlement
and risks associated with litigation
Douglas M. Foley 2.40 hours at 550.00 per hour. \$1,320.00

02/25/09 Analyze issues relating to PlumChoice and
TomTom and Greystone and Assurant
Douglas M. Foley 1.60 hours at 550.00 per hour. \$880.00

02/26/09 Review and revise TomTom stipulation and
analyze issues regarding same (.8); review
discovery issue for Lexar and e-mails with
opposing counsel regarding same (.5)
Douglas M. Foley 1.30 hours at 550.00 per hour. \$715.00

02/27/09 E-mails with opposing counsel and client
regarding resolution of PlumChoice matters and
TomTom stipulation and review and analyze same
Douglas M. Foley .60 hours at 550.00 per hour. \$330.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$550.00	17.0	\$9,350.00
TOTAL FEES		17.0	\$9,350.00

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Re: Real Estate

Our File No. 2055557-0180

Circuit City Contact R. Hedgebeth

McGuireWoods Contact D. Hayes

02/02/09	(Sale of Baltimore, MD Store) Telephone call from J. Avallone (.1); review e-mail from buyer's counsel regarding comments on purchase contract (.1); review e-mail from J. Avallon (.1); e-mail to buyer's counsel (.1)	Edmund S. Pittman .40 hours at 450.00 per hour.	\$180.00
02/02/09	Multiple calls and e-mails from landlord counsel regarding various matters	Sarah B. Boehm .60 hours at 450.00 per hour.	\$270.00
02/02/09	E-mails and telephone conferences with debtors' professionals and landlords regarding landlord issues and related issues	Daniel F. Blanks .60 hours at 375.00 per hour.	\$225.00
02/03/09	Several telephone conferences and e-mails with debtors professionals and landlord counsel regarding real estate lease disposition procedures motion and review and finalize same	Douglas M. Foley 1.30 hours at 550.00 per hour.	\$715.00
02/03/09	E-mails regarding Maryland acquisition order	Sarah B. Boehm .20 hours at 450.00 per hour.	\$90.00
02/03/09	Review, analyze, revise and file lease procedures motion and e-mails with debtors' professionals and co-counsel regarding same and draft and file notices regarding same	Daniel F. Blanks 1.10 hours at 375.00 per hour.	\$412.50
02/04/09	(Sale of Baltimore, MD Store) Review revisions to purchase contract made by buyer's counsel (.3); revise purchase contract (.9); e-mail to buyer's counsel and J. Avallon (.2)	Edmund S. Pittman 1.40 hours at 450.00 per hour.	\$630.00
02/04/09	Multiple calls and e-mails with counsel regarding landlord issues	Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00

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02/04/09	Multiple telephone conferences regarding listing of leases in lease procedures and related issues (.8); review and execute VSW stipulations and e-mails with debtors' professionals regarding same (.4) Daniel F. Blanks 1.20 hours at 375.00 per hour.	\$450.00
02/05/09	Telephone call from and to D. Miller regarding Ardmore facility, notes, lease structure and bond indenture T. Craig Harmon 1.10 hours at 525.00 per hour.	\$577.50
02/05/09	Analyze notices of appeal regarding stub rent and e-mails regarding same Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
02/06/09	Draft notices and finalize and file exhibits regarding lease procedures and multiple e-mails regarding same Sarah B. Boehm .70 hours at 450.00 per hour.	\$315.00
02/09/09	(Sale of Baltimore, MD Property) Review e-mails from purchaser and J. Avallone Edmund S. Pittman .10 hours at 450.00 per hour.	\$45.00
02/10/09	(Sale of Baltimore, MD Store) E-mails to and from buyer's counsel (.1); prepare blackline of purchase contract against prior draft provided to Circuit City (.1); e-mail to D. Miller (.1) Edmund S. Pittman .30 hours at 450.00 per hour.	\$135.00
02/10/09	E-mails with debtors' professionals regarding lease procedures motion and related issues Daniel F. Blanks .70 hours at 375.00 per hour.	\$262.50
02/11/09	Several telephone conference and e-mails regarding status of leases, new rejections and store closing timing Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
02/11/09	(Sale of Baltimore, MD Store) E-mail from D. Miller regarding purchase contract (.1); e-mails to and from J. Avallone regarding commission agreement with Grubb & Ellis (.1) Edmund S. Pittman .20 hours at 450.00 per hour.	\$90.00
02/11/09	E-mails with landlords and other parties regarding lease procedure motion and e-mails with debtors' professionals regarding same Daniel F. Blanks .80 hours at 375.00 per hour.	\$300.00

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02/12/09	Review pleadings for filing regarding procedures to sell Phoenix property (.9); several e-mails with landlord counsel and debtors professionals regarding lease procedures (.9) Douglas M. Foley 1.80 hours at 550.00 per hour.	\$990.00
02/12/09	(Sale of Baltimore, MD Property) Prepare commission agreement with Grubb & Ellis (.7); e-mails to and from J. Avallone (.1); prepare execution copy of purchase contract and e-mail same to purchaser's counsel (.4) Edmund S. Pittman 1.20 hours at 450.00 per hour.	\$540.00
02/12/09	Review, analyze, revise and file motion to sell real property in Arizona Daniel F. Blanks 1.30 hours at 375.00 per hour.	\$487.50
02/13/09	Review pleadings for filing regarding new round of lease rejections Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
02/13/09	(Sale of Baltimore, MD Property) Telephone call from purchaser's counsel Edmund S. Pittman .10 hours at 450.00 per hour.	\$45.00
02/14/09	E-mails regarding status of store closing notifications and equipment removal issues Douglas M. Foley .80 hours at 550.00 per hour.	\$440.00
02/16/09	Telephone call to F. Dosunmu and e-mails regarding amended rejection motion Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
02/17/09	Review and finalize fourth omni rejection motion and order and e-mails regarding filing same Douglas M. Foley .50 hours at 550.00 per hour.	\$275.00
02/17/09	(Baltimore MD, Store) E-mails to and from D. Miller regarding status of purchase contract execution Edmund S. Pittman .10 hours at 450.00 per hour.	\$45.00
02/17/09	Draft, revise, finalize and file notice and fourth omnibus rejection motion and multiple e-mails regarding same Sarah B. Boehm .80 hours at 450.00 per hour.	\$360.00

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02/17/09	Review and analyze real estate issues pertaining to motion for relief from stay Karen L. Duncan .20 hours at 375.00 per hour.	\$75.00
02/17/09	Revise and file appellee designations regarding landlord appeals Daniel F. Blanks .70 hours at 375.00 per hour.	\$262.50
02/18/09	(Sale of Baltimore, MD Store) Review executed purchase contract and broker agreement (.4); e-mail purchase contract to Escrow Agent for signature (.1); letter to D. Miller (.1); e-mails to and from J. Avallone (.1) Edmund S. Pittman .70 hours at 450.00 per hour.	\$315.00
02/18/09	Review appellee designations and e-mails with debtors' professionals regarding same Daniel F. Blanks .50 hours at 375.00 per hour.	\$187.50
02/19/09	Review pleadings regarding next round of lease rejections and e-mails with client and debtors professionals regarding same and review lease auction note Douglas M. Foley 1.30 hours at 550.00 per hour.	\$715.00
02/19/09	Draft correspondence and handle issues regarding designation of items for landlord appeal Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
02/19/09	Review, analyze, revise and file lease procedures notice and e-mails and telephone conferences with debtors' professionals regarding same Daniel F. Blanks 1.30 hours at 375.00 per hour.	\$487.50
02/20/09	Telephone conferences and e-mails with landlord counsel and debtors professionals and chambers regarding protocol and procedures for direct appeal of stub rent issue and analyze new rules regarding same Douglas M. Foley 1.20 hours at 550.00 per hour.	\$660.00

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02/20/09 (Sale of Baltimore County, MD Store) E-mails to and from D. Miller regarding status of signed documents (.1); e-mails to and from G. Cunningham, buyer's counsel, regarding same (.1); telephone call to P. Reed regarding Escrow Agent's signature pages to contract (.1); e-mails to and from P. Reed regarding same (.1); e-mails to and from J. Avallone (.2); letter to buyer's counsel forwarding executed documents (.2)
Edmund S. Pittman .80 hours at 450.00 per hour. \$360.00

02/20/09 Analyze issues regarding landlord calls and multiple e-mails regarding same
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

02/23/09 (Sale of Baltimore County, MD Store) Letters to D. Miller and buyer's counsel forwarding Escrow Agent's signature page to purchase agreement (.2); prepare time line of important contract dates (.4); review leases regarding estoppel provisions (.1); e-mails to and from J. Avallone regarding same (.1)
Edmund S. Pittman .80 hours at 450.00 per hour. \$360.00

02/24/09 (Sale of Baltimore County, MD Property) E-mails to and from D. Miller regarding estoppel certificate required for closing
Edmund S. Pittman .10 hours at 450.00 per hour. \$45.00

02/24/09 Telephone conferences with landlords regarding issues and e-mails with debtors' professionals regarding same
Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00

02/25/09 Telephone conference and e-mails with landlord counsel and debtors professionals regarding resolution of objections to third omni lease rejection motion (.7); e-mails with other landlord counsel regarding matters for hearing on 3/3 and status (.4)
Douglas M. Foley 1.10 hours at 550.00 per hour. \$605.00

02/25/09 (Sale of Baltimore County, MD Store) E-mails to and from P. Reed confirming receipt of initial letter of credit (.1); review initial letter of credit (.2); e-mail to D. Miller and J. Avallone (.1)
Edmund S. Pittman .40 hours at 450.00 per hour. \$180.00

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02/25/09 Telephone conferences with landlords regarding
leases and other issues and e-mails with
debtors' professionals regarding same
Daniel F. Blanks .70 hours at 375.00 per hour. \$262.50

02/26/09 Review DR1 and e-mails with client
T. Craig Harmon 2.10 hours at 525.00 per hour. \$1,102.50

02/26/09 Telephone conference with landlords regarding
stub rent appeal issue and analyze issues
regarding same
Douglas M. Foley 1.20 hours at 550.00 per hour. \$660.00

02/26/09 (Sale of Baltimore County, MD Store) Work on
tenant estoppel form
Edmund S. Pittman .50 hours at 450.00 per hour. \$225.00

02/26/09 Review, revise and file objection to Polaris'
motion and e-mails with debtors' professionals
regarding same
Daniel F. Blanks .60 hours at 375.00 per hour. \$225.00

02/26/09 Review and analyze DR1/DR3 ground lease
termination matters
Matthew T. Gunlock .80 hours at 290.00 per hour. \$232.00

02/27/09 Telephone conference and e-mails with landlord
counsel and subtenant counsel regarding
rejection motion, bid deadlines and analyze
issues regarding same, including Polaris claim
issues
Douglas M. Foley 1.20 hours at 550.00 per hour. \$660.00

02/27/09 (Sale of Baltimore, MD Store) Prepare estoppel
certificates for two existing tenant leases
Edmund S. Pittman 1.10 hours at 450.00 per hour. \$495.00

02/27/09 Review and analyze DR1/DR3 ground lease
termination matters
Matthew T. Gunlock .70 hours at 290.00 per hour. \$203.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	11.7	\$6,435.00
T. Craig Harmon	\$525.00	3.2	\$1,680.00
Edmund S. Pittman	\$450.00	8.2	\$3,690.00
Sarah B. Boehm	\$450.00	4.2	\$1,890.00
Daniel F. Blanks	\$375.00	10.1	\$3,787.50
Karen L. Duncan	\$375.00	0.2	\$75.00
Matthew T. Gunlock	\$290.00	1.5	\$435.00

TOTAL FEES

39.1

\$17,992.50

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Re: Financing

Our File No. 2055557-0190

Circuit City Contact R. Hedgebeth

McGuireWoods Contact D. Hayes

02/06/09	E-mails regarding third amendment to DIP and possible timing of hearing regarding same Douglas M. Foley .60 hours at 550.00 per hour.	\$330.00
02/09/09	Review drafts of third amendment to DIP and analyze issues relating to timing of hearing Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
02/09/09	Analyze DIP amendment pleadings and draft related pleadings Sarah B. Boehm 1.10 hours at 450.00 per hour.	\$495.00
02/09/09	Multiple e-mails with debtors' professionals regarding amended DIP and related issues Daniel F. Blanks 2.20 hours at 375.00 per hour.	\$825.00
02/12/09	Review and analyze third amendment to DIP and several telephone conferences and e-mails with debtors professionals and Bank professionals regarding same and exhibits to agreement Douglas M. Foley 1.80 hours at 550.00 per hour.	\$990.00
02/12/09	Review, analyze, revise and file amended DIP motions and draft notices, expedited motions and other pleadings regarding same and conferences with debtors' professionals regarding same Daniel F. Blanks 1.60 hours at 375.00 per hour.	\$600.00
02/16/09	Review final DIP amendment documents and telephone conference and e-mails with debtors professionals, bank's professionals, client, United States Trustee and Chambers regarding demonstrative exhibits and budgets for hearing on 2/17 Douglas M. Foley 2.60 hours at 550.00 per hour.	\$1,430.00
02/16/09	Analyze documents and e-mails regarding third DIP amendment Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
02/17/09	Review and finalize third DIP amendment documents and order Douglas M. Foley 1.60 hours at 550.00 per hour.	\$880.00

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02/23/09 E-mails with J. Oakey and L. Franzon regarding
third DIP amendment
Sarah B. Boehm .20 hours at 450.00 per hour. \$90.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	7.5	\$4,125.00
Sarah B. Boehm	\$450.00	1.6	\$720.00
Daniel F. Blanks	\$375.00	3.8	\$1,425.00
TOTAL FEES		12.9	\$6,270.00

Re: Reclamation Matters

Our File No. 2055557-0200

Circuit City Contact R. Hedgebeth

McGuireWoods Contact D. Hayes

02/04/09 Telephone conference and e-mails with
reclamation vendors regarding procedures order
and timing of resolution of reclamation claims
Douglas M. Foley .70 hours at 550.00 per hour. \$385.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	0.7	\$385.00
TOTAL FEES		0.7	\$385.00

Re: Utilities Matters

Our File No. 2055557-0210

Circuit City Contact R. Hedgebeth

McGuireWoods Contact D. Hayes

02/06/09 Analyze stipulations of dismissal regarding
utility appeals and e-mail to counsel regarding
authority to file same
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

02/06/09 E-mails and telephone conferences with
co-counsel regarding utility motions and
related issues
Daniel F. Blanks .30 hours at 375.00 per hour. \$112.50

02/12/09 Review amended pleadings relating to utility
adequate assurance for filing and analyze
issues regarding same
Douglas M. Foley 1.10 hours at 550.00 per hour. \$605.00

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02/12/09 Review, analyze, revise and file amended utility order and draft accompanying motions, notices, and orders regarding same and multiple e-mails with debtors' professionals regarding same
Daniel F. Blanks 2.80 hours at 375.00 per hour. \$1,050.00

02/13/09 Finalize and file utilities motion and multiple conferences and e-mails with debtors' professionals regarding same
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

02/16/09 Review and finalize form of order and analyze issues relating to amended utility adequate assurance motion
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

02/19/09 Revise amended utilities order and e-mails with debtors' professionals regarding same
Daniel F. Blanks .50 hours at 375.00 per hour. \$187.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	1.4	\$770.00
Sarah B. Boehm	\$450.00	0.3	\$135.00
Daniel F. Blanks	\$375.00	4.4	\$1,650.00
TOTAL FEES		6.1	\$2,555.00

Re: Insurance Matters

Our File No. 2055557-0230

Circuit City Contact R. Hedgebeth

McGuireWoods Contact D. Hayes

02/02/09 Meeting with client to discuss various insurance issues with go forward operations and relating financing issues
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

02/02/09 E-mail from P. Anderson regarding penalty and Old Republic (.2); e-mails to D. Foley and L. Baldyga regarding same (.2)
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

02/04/09 E-mails regarding pending insurance disputes and potential LC draws
Douglas M. Foley .40 hours at 550.00 per hour. \$220.00

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02/24/09 E-mails with client and debtors professionals
regarding insurance issue - property and
workers compensation - and status of letters of
credit regarding same
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	2.2	\$1,210.00
Sarah B. Boehm	\$450.00	0.4	\$180.00
TOTAL FEES		2.6	\$1,390.00

Re: Tax Matters

Our File No. 2055557-0240

Circuit City Contact R. Hedgebeth

McGuireWoods Contact D. Hayes

02/02/09 E-mails with client and debtors professionals
regarding tax issues and demands for tax
claimants
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

02/05/09 E-mails and telephone conferences with tax
department regarding sales license issues
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

02/06/09 E-mails with in-house tax department regarding
tax issues and questions
Daniel F. Blanks .30 hours at 375.00 per hour. \$112.50

02/10/09 E-mails with S. Ash regarding unclaimed
personal property issues
Daniel F. Blanks .40 hours at 375.00 per hour. \$150.00

02/12/09 Prepare for and participate in meetings and
conferences with in-house tax department
regarding issues and strategies and research
issues regarding same (2.3); draft memorandum
to accompany returns and conferences with tax
department (.5)
Daniel F. Blanks 2.80 hours at 375.00 per hour. \$1,050.00

02/17/09 E-mails with tax department regarding tax
issues and analyses
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

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02/19/09 Review correspondence from IRS appeals officer
(.2); analysis on liquidation to transferee tax
liability on employment tax proposed assessment
(1.1)
Craig D. Bell 1.30 hours at 530.00 per hour. \$689.00

02/20/09 E-mails with in-house parties regarding
post-petition business licenses and advice
regarding same
Daniel F. Blanks .90 hours at 375.00 per hour. \$337.50

02/25/09 E-mails regarding status of various tax matters
and admin claim priority relating to unpaid
postpetition business license fees
Douglas M. Foley .40 hours at 550.00 per hour. \$220.00

02/25/09 Telephone conference with tax department
regarding postpetition business license issues
Daniel F. Blanks 1.20 hours at 375.00 per hour. \$450.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	0.7	\$385.00
Craig D. Bell	\$530.00	1.3	\$689.00
Daniel F. Blanks	\$375.00	7.2	\$2,700.00
TOTAL FEES		9.2	\$3,774.00

Re: Claims Administration
Our File No. 2055557-0250
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

02/03/09 Meetings with client and debtors professionals
regarding analysis of 503(b)(9) claim objection
protocols and timing and strategy of filing
objections
Douglas M. Foley 2.40 hours at 550.00 per hour. \$1,320.00

02/03/09 Prepare for and participate in telephone
conference regarding claims objections and
analyze documents regarding same
Sarah B. Boehm 1.20 hours at 450.00 per hour. \$540.00

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02/03/09	Research issues regarding preference and 503(b)(9) issues (.8); review omnibus objection procedure issues (.6); telephone conference and e-mails with debtors' professionals regarding same and objections to claims and review material regarding same (.8); research issues regarding possible preference litigation (1.2) Daniel F. Blanks 3.40 hours at 375.00 per hour.	\$1,275.00
02/04/09	Research and analyze documents regarding claims objections (.9); prepare for and participate in telephone conference regarding claims objections and litigation strategy (1.1) Sarah B. Boehm 2.00 hours at 450.00 per hour.	\$900.00
02/04/09	Multiple telephone conferences and e-mails with debtors' professionals regarding objection to 503(b)(9) claims and research issues regarding same and research multiple preference law issues Daniel F. Blanks 1.60 hours at 375.00 per hour.	\$600.00
02/05/09	E-mails regarding preparation of omni claim objections to 503(b)(9) claims Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
02/05/09	Telephone conference with T. Behnke regarding claim objection matters and analyze issues regarding same (.4); analyze various 593(b)(9) claims and strategy regarding same (.7) Sarah B. Boehm 1.10 hours at 450.00 per hour.	\$495.00
02/06/09	Analyze exhibits regarding amended and duplicates and telephone conference with T. Behnke regarding same and related issues regarding objections to claims Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
02/06/09	E-mails and telephone conference with FTI and co-counsel regarding objection to claims and related issues and review draft exhibits regarding same and analyze issues regarding duplicative and amended claims Daniel F. Blanks .60 hours at 375.00 per hour.	\$225.00
02/09/09	Review, revise and analyze 503(b)(9) claims objections and exhibits Douglas M. Foley 1.40 hours at 550.00 per hour.	\$770.00

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02/09/09	Analyze exhibits to claim objections, strategy and e-mails regarding same Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
02/09/09	Draft first omnibus objection to certain 503(b)(9) claims and review and analyze claims and exhibits regarding same Daniel F. Blanks 1.90 hours at 375.00 per hour.	\$712.50
02/10/09	Analyze and revise omnibus claims objection and e-mails regarding same Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
02/10/09	Continue draft and revise first omnibus objection to certain 503(b)(9) claims and analyze exhibits and documents regarding same and e-mails with debtors' professionals regarding same Daniel F. Blanks 1.70 hours at 375.00 per hour.	\$637.50
02/11/09	Review, revise and analyze claim objections and exhibits for 503(b)(9) claims and e-mails with debtors professionals regarding same Douglas M. Foley .80 hours at 550.00 per hour.	\$440.00
02/12/09	Telephone conference with FTI, client and co-counsel regarding analysis of preference issues and defenses relating to 503(b)(9) claims and various objections to same Douglas M. Foley 1.20 hours at 550.00 per hour.	\$660.00
02/13/09	Review and finalize first omni claim objections to 503(b)(9) claims Douglas M. Foley .80 hours at 550.00 per hour.	\$440.00
02/13/09	Review, analyze, revise and file first omnibus objection to certain duplicative and amended 503(b)(9) claims and review and analyze claims regarding same and e-mails with FTI regarding same Daniel F. Blanks 2.20 hours at 375.00 per hour.	\$825.00
02/16/09	E-mail from T. Behnke regarding individual duplicate objections and analyze issues and documents regarding same (.2); e-mails and calls regarding omnibus objections to 503(b)(9) claims (.2) Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00

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02/16/09	Telephone conference and e-mails with creditors regarding 503(b)(9) objection Daniel F. Blanks .70 hours at 375.00 per hour.	\$262.50
02/20/09	Several e-mails with FTI and co-counsel regarding 503(b)(9) claim objections and responses to setoff and recoupment of DIRECTV claims and analyze issues regarding same Douglas M. Foley 1.90 hours at 550.00 per hour.	\$1,045.00
02/20/09	E-mails regarding individual duplicate objections and analyze issues regarding same Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
02/20/09	E-mails with debtors' professionals regarding claims objections, procedures and other issues (1.2); e-mails and telephone conference with claimants regarding first omnibus objection and related issues and e-mail claims (1.1) Daniel F. Blanks 2.30 hours at 375.00 per hour.	\$862.50
02/21/09	Analyze issues and e-mails with debtors professionals regarding administrative claims bar date motion and new statute possibly effecting government units regarding same Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
02/23/09	Conference with debtors professionals and client regarding analysis of 503(b)(9) claims and claim objection process and timing of same Douglas M. Foley 2.30 hours at 550.00 per hour.	\$1,265.00
02/23/09	Prepare for and participate in telephone conference with FTI regarding 503(b)(9) claim objections (.5); prepare for and participate in telephone conference with FTI regarding claim objection planning and strategy (.7) Sarah B. Boehm 1.20 hours at 450.00 per hour.	\$540.00
02/24/09	E-mails with creditors regarding status of 503(b)(9) and other claim reconciliation issues (.6); telephone conference and e-mails with debtors professionals regarding same and timing of filing objections (.8) Douglas M. Foley 1.40 hours at 550.00 per hour.	\$770.00

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02/26/09 Review preference analysis and telephone
conference with debtors professionals regarding
same for purposes of objecting to 503(b)(9)
claims (.9); telephone conference with
creditors regarding claim reconciliation issues
(.4)
Douglas M. Foley 1.30 hours at 550.00 per hour. \$715.00

02/27/09 Draft motion for procedures for omnibus
objections to claims and review material
regarding same
Daniel F. Blanks 1.20 hours at 375.00 per hour. \$450.00

02/28/09 Continue draft and revise claims objection
procedures motion and analyze issues regarding
same and research issues regarding same
Daniel F. Blanks 1.20 hours at 375.00 per hour. \$450.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	14.8	\$8,140.00
Sarah B. Boehm	\$450.00	7.5	\$3,375.00
Daniel F. Blanks	\$375.00	16.8	\$6,300.00
TOTAL FEES		39.1	\$17,815.00

Re: Disclosure Statement and Plan
Our File No. 2055557-0270
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

02/18/09 Analyze, draft, revise, finalize and file
notice and motion to extend exclusivity and
multiple calls and e-mails regarding same
Sarah B. Boehm 1.30 hours at 450.00 per hour. \$585.00

Timekeeper	Rate/HR	Hours	Fees
Sarah B. Boehm	\$450.00	1.3	\$585.00
TOTAL FEES		1.3	\$585.00

Re: Employee Benefits/Pensions
Our File No. 2055557-0280
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

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02/23/09 Receive and review domestic relations order
from Y. Harris for 401(k) plan (.8); draft
letter to parties (.8); draft e-mail response
to Y. Harris (.2)
Dorothy J. Hannan 1.80 hours at 245.00 per hour. \$441.00

02/25/09 Review proposed domestic relations order
received from S. Loyd on 2/25/09 for 401(k)
plan(.5); draft letter to parties (.6); draft
e-mail response to S. Loyd (.2)
Dorothy J. Hannan 1.30 hours at 245.00 per hour. \$318.50

02/26/09 Review QDRO and draft response per request of
S. Loyd
Elizabeth A. Diller .80 hours at 275.00 per hour. \$220.00

02/26/09 Review QDRO and draft response per request of
Y. Harris
Elizabeth A. Diller .60 hours at 275.00 per hour. \$165.00

Timekeeper	Rate/HR	Hours	Fees
Elizabeth A. Diller	\$275.00	1.4	\$385.00
Dorothy J. Hannan	\$245.00	3.1	\$759.50
TOTAL FEES		4.5	\$1,144.50

Re: Intellectual Property Matters
Our File No. 2055557-0310
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

02/04/09 E-mail from potential buyer of domain (.1);
discussion with J. Peyton regarding same (.1)
Kymberleigh B. Gokey .20 hours at 160.00 per hour. \$32.00

02/09/09 Receive and review correspondence from Smart &
Biggar regarding lien placed on Canadian
trademarks and applications
Douglas B. Smith .10 hours at 295.00 per hour. \$29.50

02/17/09 E-mails with agent in Canada regarding
maintenance filing due for CUSTOM RYDZ and
Design
Douglas B. Smith .70 hours at 295.00 per hour. \$206.50

02/18/09 E-mails with agents regarding extension request
for CUSTOM RYDZ mark (.1); file request (.1)
Douglas B. Smith .20 hours at 295.00 per hour. \$59.00

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02/19/09 Receive and review correspondence from agent in
Canada regarding VERGE opposition
Douglas B. Smith .10 hours at 295.00 per hour. \$29.50

02/26/09 Conference with K. Gokey regarding upcoming
trademark maintenance filings
Douglas B. Smith .20 hours at 295.00 per hour. \$59.00

02/26/09 E-mails with J. Preas regarding status of
certain Circuit City marks
Douglas B. Smith .60 hours at 295.00 per hour. \$177.00

02/26/09 Review docket reminders for upcoming trademark
maintenance deadlines (.1); prepare
correspondence to client regarding deadline for
statement of use or request for extension of
time for CUSTOM RYDZ, MICROZ and MICROZ and
Design (.5); e-mail to D. Smith regarding same
(.1)
Kymberleigh B. Gokey .60 hours at 160.00 per hour. \$96.00

02/26/09 Review docket reminder (.1); prepare
correspondence to client regarding upcoming
trademark maintenance deadline for CIRCUIT CITY
HELPING HANDS FUND (.1); e-mail to D. Smith
regarding same (.1)
Kymberleigh B. Gokey .30 hours at 160.00 per hour. \$48.00

02/27/09 Review client patent listing (.2); conduct
database searches (.6); obtain patent documents
from the United States patent office and
Canadian patent office (.3)
John S. Hilten 1.10 hours at 475.00 per hour. \$522.50

02/27/09 Prepare and send trademark reports to J. Preas
and D. Ramsey (.9); e-mails and conference call
with D. Ramsey (.4)
Douglas B. Smith 1.30 hours at 295.00 per hour. \$383.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
John S. Hilten	\$475.00	1.1	\$522.50
Douglas B. Smith	\$295.00	3.2	\$944.00
Kymberleigh B. Gokey	\$160.00	1.1	\$176.00
		<u>5.4</u>	<u>\$1,642.50</u>

Disbursements and Other Expenses:

Copy Charges	\$978.70
CourtLink Research	\$66.50
Pacer Research	\$137.04

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	Long Distance Telephone Charges	\$39.80
01/29/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 01/29/2009	\$115.47
01/29/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 01/29/2009	\$19.49
02/03/09	FedEx Priority Overnight/Int'l Priority to El Segundo, CA - Tracking #: 37508205	\$16.88
02/04/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 02/04/2009	\$10.74
02/04/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 02/04/2009	\$16.54
02/04/09	FedEx Priority Overnight/Int'l Priority to El Segundo, CA - Tracking #: 981737509006	\$16.88
02/05/09	LINDA J. NEILSON - Travel to Richmond to prepare documents for hearing 01/15-01/16/09; room, mileage, parking	\$304.56
02/05/09	FedEx Priority Overnight/Int'l Priority to San Francisco, CA - Tracking #: 986584516856	\$14.13
02/05/09	DOUGLAS M. FOLEY - Travel to Richmond for client meetings 01/29-01/30/09; room	\$694.95
02/09/09	DION W. HAYES - Court Conference Call charges 11/10/08	\$64.00
02/10/09	FedEx Priority Overnight/Int'l Priority to El Segundo, CA - Tracking #: 981737510617	\$16.88
02/11/09	FedEx Priority Overnight/Int'l Priority to Los Angeles, CA - Tracking #: 981737511110	\$14.13
02/11/09	FedEx Priority Overnight/Int'l Priority to Henrico, VA - Tracking #: 981737511142	\$7.50
02/11/09	FedEx Priority Overnight/Int'l Priority to Henrico, VA - Tracking #: 981737511131	\$7.50
02/11/09	DOUGLAS M. FOLEY - Travel to Richmond for client meetings 02/02/09; mileage	\$102.63
02/11/09	DOUGLAS M. FOLEY - Working dinner 02/06/09	\$52.10
02/11/09	DOUGLAS M. FOLEY - Travel to Richmond for client meetings 02/03-02/04/09; room, phone, mileage, parking	\$230.63
02/11/09	FedEx Priority Overnight/Int'l Priority to Richmond, VA - Tracking #: 981737511120	\$7.50
02/12/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 02/12/2009	\$22.15
02/12/09	J&J COURT TRANSCRIBERS, INC. - Fee for Federal Court Daily on 1/29/09	\$103.20
02/13/09	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 02/13/2009	\$384.28
02/17/09	KAREN B. CAIN - Working dinner 02/12/09	\$7.50
02/18/09	FedEx Priority Overnight/Int'l Priority to Martinez, CA - Tracking #: 986584517131	\$14.13
02/19/09	SARAH B. BOEHM - Filing fee charges 02/18/09	\$52.00
02/19/09	HALASZ REPORTING - Professional Services	\$300.00
02/19/09	DOUGLAS M. FOLEY - Working dinner to prepare for Omni hearing 02/12/09	\$89.29

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02/19/09	BIZPORT DOCUMENT SERVICES - Delivery from MW Richmond to Crown Plaza 1/28/09	\$17.92
02/19/09	DOUGLAS M. FOLEY - Travel to Richmond to prepare for and to attend hearings 02/11-02/13/09; room, meals, phone, mileage, parking	\$857.93
02/19/09	BIZPORT DOCUMENT SERVICES - Delivery from MW Richmond to Crown Plaza 1/28/09	\$17.92
02/19/09	DOUGLAS M. FOLEY - Travel to Richmond for hearing 02/15-02/18/09; room, mileage, parking	\$601.74
02/19/09	LINDA J. NEILSON - Travel to Richmond for meetings 02/12-02/13/09; room, mileage, parking	\$304.56
02/20/09	FedEx Priority Overnight/Int'l Priority to New Haven, CT - Tracking #: 986584517245	\$11.75
02/20/09	FedEx Priority Overnight/Int'l Priority to Towson, MD - Tracking #: 981737514862	\$10.33
02/20/09	FedEx Priority Overnight/Int'l Priority to Plymouth, MA - Tracking #: 986584517267	\$11.75
02/20/09	FedEx Priority Overnight/Int'l Priority to New Brunswick, NJ - Tracking #: 986584517234	\$9.26
02/23/09	DANIEL F. BLANKS - Travel to Richmond for meetings concerning Circuit City 02/12/09; room, mileage	\$248.79
02/23/09	JOHN H. MADDOCK - Van service to court 02/13/09	\$720.00
02/23/09	FedEx Priority Overnight/Int'l Priority to Towson, MD - Tracking #: 981737515836	\$7.50
02/23/09	SARAH B. BOEHM - Shuttle to Bankruptcy Court 01/16/09	\$720.00
02/23/09	SARAH B. BOEHM - Van service 02/18/09	\$180.00
02/23/09	SARAH B. BOEHM - Van service to travel to Omnibus Hearing 02/17/09	\$450.00
02/25/09	BIZPORT - LOGISTICS - Delivery from MW Richmond to US Bankruptcy Court 2/10/09	\$6.00
02/27/09	FedEx Priority Overnight/Int'l Priority to Los Angeles, CA - Tracking #: 863350287132	\$14.13
02/27/09	FedEx Priority Overnight/Int'l Priority to Los Angeles, CA - Tracking #: 863350287750	\$14.13
02/27/09	FedEx Priority Overnight/Int'l Priority to Sacramento, CA - Tracking #: 863350287739	\$14.13
02/27/09	FedEx Priority Overnight/Int'l Priority to Woodland Hills, CA - US Tracking #: 863350287740	\$14.13
02/27/09	FedEx Priority Overnight/Int'l Priority to Los Angeles, CA - Tracking #: 986584517418	\$14.13
02/27/09	FedEx Priority Overnight/Int'l Priority to Woodland Hills, CA - Tracking #: 986584517370	\$14.13
02/27/09	FedEx Priority Overnight/Int'l Priority to Los Angeles, CA - Tracking #: 863350287040	\$14.13
02/27/09	FedEx Priority Overnight/Int'l Priority to Los Angeles, CA - Tracking #: 986584517392	\$14.13
02/27/09	FedEx Priority Overnight/Int'l Priority to Los Angeles, CA - Tracking #: 986584517381	\$14.13

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02/27/09 FedEx Priority Overnight/Int'l Priority to	\$14.13
Sacramento, CA - Tracking #: 986584517407	
TOTAL EXPENSES	\$8,223.85

Summary of Fees and Expenses:

Total Fees for all Matters:	\$226,798.50
Total Expenses for all Matters:	<u>\$8,223.85</u>
Total for this Invoice:	<u><u>\$235,022.35</u></u>